

Exhibit 1

Gerard P. Fox, Esq.
gfox@gerardfoxlaw.com

September 1, 2020

VIA OVERNIGHT DELIVERY AND E-MAIL

Jesse M. Coleman
SEYFARTH SHAW LLP
700 Milam Street
Suite 1400
Houston, Texas 77002-2812
jmcoleman@seyfarth.com

Re: Nobelle – Response To Demand Letter

Mr. Coleman,

As you know, our firm represents Stephanie Menkin and Nicolas Goureau in connection with the pending dispute regarding ML Fashion. This letter is in response to your demand letter and the unfounded allegations of stolen computers, fixtures, furniture, and equipment and inventory therein. As shown herein, your allegations against our clients have no merit.

Ms. Menkin and Ms. Nagrani—without any involvement of Mr. Goureau—have started a new and separate business, Nobelle. The vast majority of the inventory, furniture, fixtures, and equipment being used by Nobelle were purchased by Ms. Menkin and/or Ms. Nagrani with their own money. The **only** overlap of inventory consists solely of inventory that Marcus Lemonis expressly permitted Menkin to take to open her own independent store. (See Attachment 1 hereto.) Nevertheless, this inventory only accounts for roughly 5% of Nobelle’s total inventory. While Nobelle may carry some of the same brands MARCUS carries, apart from the ML Fashion inventory discussed above, Nobelle independently purchased that inventory.

With respect to your allegations that Ms. Menkin and Ms. Nagrani have taken computers with “confidential information,” it is not accurate. Ms. Menkin used one computer that ML Fashion abandoned and did not contain any confidential information regarding ML Fashion. Nevertheless, our clients have agreed to return the computer to ML Fashion.

Further, your allegations that our clients took furniture, fixtures, and equipment from ML Fashion is also misplaced. On or around May 12, 2020, ML Fashion vacated the store location and informed the landlord that it was giving back the space. ML Fashion left certain FFE on the premises when it abandoned the space including: (1) shelving and racking attached to the walls,

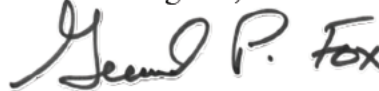
(2) light fixtures consisting of chandeliers and track lights, and (3) stock racking in the basement of the store.

In or around June 19, 2020, ML Fashion returned the key to the premises to the landlord and confirmed with the landlord that it was abandoning the location, that the lease was terminated, and that any items left behind were abandoned. Separate and apart from the FFE that ML Fashion abandoned in the space, our clients spent their own money buying FFE for the store.

Finally, Mr. Menkin is completely within her rights to start Nobelle. In December 2019, Ms. Menkin and Mr. Lemonis agreed that Ms. Menkin would be able to open her own retail location. Then, Mr. Lemonis iced her out of ML Fashion cutting off her sole source of income. Ms. Menkin is entitled to make a living and is simply opening a retail shop which Mr. Lemonis already consented to.

Your claims that our clients stole from ML Fashion have no basis. As such, we insist that you drop the matter. However, should you feel the need to discuss this topic further, please feel free to reach out to me.

Best regards,



Gerard P. Fox

GERARD FOX LAW P.C.

Enclosures

Attachment 1

From: Stephanie Menkin stephan.e.menkin@marcuslemonis.com
Subject: Re: Warehouse inventory Moves
Date: January 24, 2020 at 2:01 PM
To: Marcus Lemonis marcus@marcuslemonis.com



thank you

Stephanie Menkin
President
ML Fashion Group
500 7th Avenue, 8th Floor
New York, NY 10014



On Jan 24, 2020, at 1:56 PM, Marcus Lemonis <marcus@marcuslemonis.com> wrote:

Abso ute y

Marcus A. Lemonis

The Profit on CNBC

Marcus Lemonis, LLC
ML Acquisition Company www.marcuslemonis.com

On Jan 24, 2020, at 1:25 PM, Stephan e Menk n <stephan.e.menkin@marcuslemonis.com> wrote:

can I request some items ship out from the warehouse? Maybe the Line Tee's and broken old colors of travelers? Some sunglasses?

Stephanie Menkin
President
ML Fashion Group
500 7th Avenue, 8th Floor
New York, NY 10014

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Begin forwarded message:

From: Stephan e Menk n <stephan.e.menkin@marcuslemonis.com>
Subject: Warehouse inventory Moves

Date: December 19, 2019 at 10:28:19 AM EST
To: Marcus Lemonis <marcus@marcuslemonis.com>
Cc: Stephanie Menkin <stephanie.menkin@marcuslemonis.com>

Attached is what I would happily take from the warehouse if you think it's ok. Of course, I am torn because I know that Deerfield can see Amuse and Opaque for another month until Spring:

Amuse- \$52,597
Autumn Cashmere (1 style, 15 units)- \$2,001
Brodeur- \$2,552
Broken Heart Totes - \$13,548
Ankle Trainers (many colors not go forward) - \$6,723.70
Eson - I would take some out of the 814 pairs - @ 200 pairs - \$9,450
Opaque - \$28,684
The Line (Sweet Romeo Tees) - \$19,167.05

TOTAL from WAREHOUSE - **\$134,722.75**

Whatever is left - Skin, Core Ankle Trainers, Eson, the Line and a.M Sweaters can all be moved to Hensdale. Anderson Bros needs to get given away.

The supplies in the warehouse (gift boxes, shopping bags, tissue etc) can go to stores and anything left can go to Bentleys warehouse

This will get us out of Vermont.

Stephanie Menkin
President
ML Fashion Group
500 7th Avenue, 8th Floor
New York, NY 10014

<[5ADF5ECF-89EE-4E46-B2FB-535BF7D60B12\[30\].png](#)>

<Inventory to Stephanie.xls>

<[5ADF5ECF-89EE-4E46-B2FB-535BF7D60B12\[30\].png](#)><[5ADF5ECF-89EE-4E46-B2FB-535BF7D60B12\[30\].png](#)>

Attachment 2

8:05



marcus >

Sun, Jan 19, 2:08 PM

Besides front door what else have you shipped to your new location. Want to keep air tight records

Nothing else yet

I wouldn't do it without your approval

I'll be at Deerfield today to see what's there

Ok. Thank you

We have to make sure you have something to sell

What about warehouse ?

I can start to ship. Just want to make sure you are ok with it

Please send what your pulling out one more time so I can respond and we can have paper trail

Ok

Where are we on channel jewelry

It's ready to go. We only bought mon so



iMessage



Attachment 3

7:59



marcus >

They don't discount. Their stores look good. Their teams are happy and they rarely complain or ask for more money etc.

You know I will always do what you think is right. So if I'm seeing the same as you....

It's a longer discussion

Ok.

And if you want them you can have them

Really??

You really don't want them huh?

Dallas and Greenwich ?

Yeah

Nope or palm beach

\$1.8M in sales and \$100,000 in profits

With only a year and year and half left on leases

Then it's perfect for you to own



iMessage

